

RECORDATION NO. 20579-B FILED

NOV 17 '09 -11 30 AM

SURFACE TRANSPORTATION BOARD

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ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

November 17, 2009

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a), are two (2) copies of a Partial Termination of Liens of Security Agreements and Assignments of Lease and Rents, dated as of November 16, 2009, a secondary documents as defined in the Board's Rules for the Recordation of Documents

The enclosed document relates to the Security Agreements previously filed with the Board under Recordation Numbers 20679 and 20680 and the Assignments of Lease and Rents filed under Recordation Numbers 20578, 20579 and 20653.

The name and address of the party to the enclosed documents are:

Secured Party: Thrivent Financial for Lutherans (f/k/a Aid
Association for Lutherans
4321 North Ballard Road
Appletown, WI 54919

[Debtor: Manufacturers and Traders Trust Company
(successor by merger to M&T Credit Services, LLC,
successor by merger M&T Credit Corporation, successor
in interest to Manufacturers and Traders Corporation,
successor-by-merger to Allfirst Bank, formerly known as
The First National Bank of Maryland)
25 South Charles Street
Baltimore, MD 21202

Chief
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Lessee: ExxonMobil Oil Corporation (successor-in-interest to
Mobil Oil Corporation)
3225 Gallows Road
Fairfax, VA]

A description of the railroad equipment covered by the enclosed documents is:

Schedule No. 7 - 62 railcars RELEASED: MBLX 2801 - MBLX 2808, MBLX 3801 - MBLX 3808 and within the series MBLX 028080 - MBLX 028139 as more particularly set forth in the attachment to the document;

Schedule No. 8 - 12 railcars RELEASED within the series MBLX 28081 - 28144 as more particularly set forth in the attachment to the document, and

Schedule No. 9 - 26 railcars TERMINATED. MBLX 3809 and MBLX 3810 and within the series MBLX 2809 - MBLX 2833 as more particularly set forth in the attachment to the document.

A short summary of the document to appear in the index is:

Partial Termination of Liens of Security Agreements and Assignments of Lease and Rents

Also enclosed is a check in the amount of \$41 00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed documents to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/sem
Enclosures

**PARTIAL RELEASE OF LIENS
OF SECURITY AGREEMENTS AND ASSIGNMENTS OF LEASE AND RENTS**

NOV 17 '09 -11 30 AM

(Surface Transportation Board)

SURFACE TRANSPORTATION BOARD

THIS PARTIAL RELEASE OF LIENS OF SECURITY AGREEMENTS AND ASSIGNMENTS OF LEASE AND RENTS (this "Partial Release") is given this 16th day of November, 2009, by THRIVENT FINANCIAL FOR LUTHERANS (formerly known as Aid Association for Lutherans) (the "Secured Party"), witnesseth:

WHEREAS, Manufacturers and Traders Trust Company (successor-by-merger to M&T Credit Services, LLC, successor-by-merger to M&T Credit Corporation, successor-in-interest to Manufacturers and Traders Corporation, successor-by-merger to Allfirst Bank, formerly known as The First National Bank of Maryland), as lessor (the "Debtor") and ExxonMobil Oil Corporation (successor-in-interest to Mobil Oil Corporation), as lessee (the "Lessee"), are parties to those certain Equipment Schedule No. 7 dated March 19, 1997 (the "Schedule No. 7"), Equipment Schedule No. 8 dated April 25, 1997 (the "Schedule No. 8"), and Equipment Schedule No. 9 dated May 9, 1997 (the "Schedule No. 9"), each between the Debtor, as lessor, and the Lessee, as lessee, and each to the Master Lease Agreement dated April 28, 1994 and further identified as Mobil #94-0028-JPF between the Debtor, as lessor, and the Lessee, as lessee (as amended, modified or supplemented, collectively the "Leases").

WHEREAS, the Secured Party and the Debtor, are parties to those certain Secured Note Purchase Agreements (collectively, the "Secured Note Purchase Agreements") dated as of March 19, 1997 and May 9, 1997, each between the Secured Party and Debtor, pursuant to which Debtor issued its 7.35% Secured Non-Recourse Note due December 19, 2016, secured by railcars leased by the Debtor to the Lessee pursuant to Schedule No. 7 (the "Schedule 7 Note") and its 7.66% Secured Non-Recourse Note due May 9, 2017, secured by railcars leased by Lessee pursuant to Schedules No. 8 and 9 (the "Schedule 8 & 9 Note" and together with the Schedule 7 Note, the "Notes"). The Secured Party and the Debtor, are also parties to (1) that certain Security Agreement dated as of March 19, 1997 filed with the Surface Transportation Board (the "STB") under recordation number 20579 and that certain Security Agreement dated as of May 9, 1997 filed with the STB under recordation number 20680, each by the Debtor to and for the benefit of the Secured Party (collectively, the "Security Agreements"), and (2) those certain (a) Assignment of Lease and Rents dated as of March 19, 1997 filed with the STB under recordation number 20578-A and (b) Assignment of Lease and Rents dated as of May 9, 1997 filed with the STB under recordation number 20653-A and Assignment of Lease and Rents dated as of May 9, 1997 filed with the STB under recordation number 20679-A, each by the Debtor to and for the benefit of the Secured Party, each as assigned by Manufacturers and Traders Trust Company to M&T Credit Corporation as evidenced by that certain Memorandum of Assignment dated as of July 7, 2003 bearing the STB Recordation Nos. 20653-B, 20578-B, and 20679-B (re: Schedules No. 7, 8 and 9) (collectively, the "Assignments of Lease and Rents"), pursuant to which the Debtor granted the Secured Party a security interest in the railcars leased by the Debtor to the Lessee pursuant to the Leases, and the Leases, as security for the repayment of the amounts due under the Schedule 7 Note and Schedule 8 & 9 Notes, respectively.

WHEREAS, upon request of the Debtor and the Lessee, the Secured Party has agreed to release its lien on a portion of the railcars subject to the Security Agreements and the Assignments of Lease and Rents.

NOW, THEREFORE, in consideration of the premises contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Secured Party hereto submits the following:

1. The Secured Party releases any lien against the railcars described in Exhibit A attached hereto and made a part hereof (collectively, the "Released Railcars") created by or arising out of the Security Agreements and the Assignments of Lease and Rents.

2. This Partial Release does not affect any right of the Secured Party to, or the lien of the Secured Party evidenced by the Security Agreements and the Assignments of Lease and Rents on, any of the remaining railcars subject to the Leases, the Security Agreements or the Assignments of Lease and Rents.

3. This Partial Release shall be recorded with the STB so as to record the release of the Secured Party's lien against the Released Railcars constituted by the Security Agreements and the Assignments of Lease and Rents.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]

IN WITNESS WHEREOF, the Secured Party has caused this Partial Release to be duly executed under seal as of the date first above written.

WITNESS:

THRIVENT FINANCIAL FOR
LUTHERANS

November 16, 2009

By: 
Name: Alan D. Onstad
Title: Senior Director, Private Investments

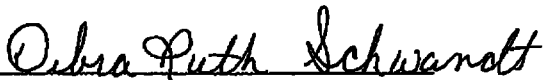
State of Minnesota, County of Hennepin, TO WIT:

On this 16th day of November, 2009, before me personally appeared Alan D. Onstad, to me personally known, who being by me duly sworn, says that he is a Senior Director of Private Placements of THRIVENT FINANCIAL FOR LUTHERANS, a Wisconsin corporation organized as a fraternal benefit society, that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and that he acknowledged that the execution of the foregoing instruments was the free act and deed of said corporation.

IN WITNESS WHEREOF I have set my hand and seal.



(SEAL)


Notary Public

My Commission Expires:

Exhibit A

DESCRIPTION OF RELEASED RAILCARS

The lube tank railcars bearing the following railcar marks and numbers:

Schedule 7:

Forty-six single compartment 27,755 gallon capacity lube tank railcars bearing road marks as follows:

MBLX	028080
MBLX	028082
MBLX	028087
MBLX	028088
MBLX	028089
MBLX	028091
MBLX	028092
MBLX	028093
MBLX	028094
MBLX	028095
MBLX	028096
MBLX	028097
MBLX	028098
MBLX	028099
MBLX	028100
MBLX	028101
MBLX	028102
MBLX	028103
MBLX	028105
MBLX	028106
MBLX	028108
MBLX	028109
MBLX	028110
MBLX	028111
MBLX	028112
MBLX	028113
MBLX	028114
MBLX	028116
MBLX	028117
MBLX	028118
MBLX	028119
MBLX	028120
MBLX	028121
MBLX	028123
MBLX	028124

MBLX 028125
MBLX 028126
MBLX 028127
MBLX 028128
MBLX 028129
MBLX 028130
MBLX 028131
MBLX 028132
MBLX 028133
MBLX 028136
MBLX 028139

Eight (8) double compartment, 26,950 gallon capacity lube tank railcars bearing road marks as follows:

MBLX 002801
MBLX 002802
MBLX 002803
MBLX 002804
MBLX 002805
MBLX 002806
MBLX 002807
MBLX 002808

Eight triple compartment, 26,483 gallon capacity lube tank railcars bearing road marks as follows:

MBLX 003801
MBLX 003802
MBLX 003803
MBLX 003804
MBLX 003805
MBLX 003806
MBLX 003807
MBLX 003808

Schedules 8 and 9:

Twelve (12) single compartment 27,755 gallon capacity lube tank railcars bearing road marks as follows:

MBLX 028081
MBLX 028104
MBLX 028115
MBLX 028122
MBLX 028134
MBLX 028135
MBLX 028137
MBLX 028138
MBLX 028140
MBLX 028141
MBLX 028143
MBLX 028144

Twenty-four (24) double compartment, 26,950 gallon capacity lube tank railcars bearing road marks as follows:

MBLX 002809
MBLX 002810
MBLX 002811
MBLX 002812
MBLX 002813
MBLX 002814
MBLX 002815
MBLX 002816
MBLX 002817
MBLX 002818
MBLX 002819
MBLX 002820
MBLX 002822
MBLX 002823
MBLX 002824
MBLX 002825
MBLX 002826
MBLX 002827
MBLX 002828
MBLX 002829
MBLX 002830
MBLX 002831
MBLX 002832
MBLX 002833

Two (2) triple compartment, 26,483 gallon capacity lube tank railcars bearing road marks as follows:

MBLX 003809

MBLX 003810

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document

Dated

11/17/09



Robert W. Alvord